

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,¹

Debtors.

)
) Chapter 11
)

) Case No. 24-12480 (LSS)
)

) (Jointly Administered)
)

) **Re: Docket Nos. 500, 545, 546, 547, 549, 550, 551 & 584**
)

**NOTICE OF AMENDMENT TO
SCHEDULE G FOR CERTAIN OF THE DEBTORS**

PLEASE TAKE NOTICE OF THE FOLLOWING:

Pursuant to rule 1009(a) of the Federal Rules of Bankruptcy Procedure, the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby provide notice (this “Notice”) that Debtors (a) Buddy’s Franchising and Licensing LLC, (b) Betancourt Sports Nutrition, LLC, (c) Vitamin Shoppe Florida, LLC, (d) Vitamin Shoppe Procurement Services, LLC, (e) Vitamin Shoppe Mariner, LLC, (f) Vitamin Shoppe Industries LLC, and (g) Vitamin Shoppe Global, LLC (collectively, the “Amending Debtors”) have amended Schedule G of their respective Schedules of Assets and Liabilities (collectively, the “Schedules”), as set forth below.

¹ The Debtors in these chapter 11 cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260), Franchise Group Newco BHF, LLC (4123), Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

ORIGINAL SCHEDULES

On December 24, 2024, the Debtors each filed their Schedules and their Statements of Financial Affairs [Docket Nos. 500–558] (collectively, the “Schedules and Statements”).

AMENDED SCHEDULES

After filing the Schedules, the Amending Debtors learned that certain executory contracts and unexpired leases were inadvertently omitted from their respective Schedule G. Accordingly, the Amending Debtors have amended Schedule G (the “Amended Schedule”) to include such executory contracts and unexpired leases. The applicable Amending Debtors’ Amended Schedule is attached hereto as **Exhibit A**.

Except for the Amended Schedule and the amendment to the Schedules reflected in the *Notice of Amendment to Schedule A/B for Vitamin Shoppe Industries LLC* [Docket No. 584], no changes have been made to the Schedules and Statements since they were originally filed. The Amended Schedule is hereby incorporated into, and comprise an integral part of, the Schedules and Statements.

GLOBAL NOTES

The Amended Schedule remains subject in all respects to the *Global Notes and Statement of Limitations, Methodology, and Disclaimers Regarding the Debtors’ Schedules of Assets and Liabilities and Statements of Financial Affairs* filed with the Schedules and Statements.

RESERVATION OF RIGHTS

The Debtors reserve their rights to dispute, or to assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to the nature, amount, liability, classification, or otherwise. The Debtors reserve all rights to further amend or supplement the Amended Schedule and the Schedules and Statements. In addition, nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any and all grounds.

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Dated: April 28, 2025
Wilmington, Delaware

/s/ Shella Borovinskaya

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*Co-Counsel to the Debtors
and Debtors in Possession*

EXHIBIT A

Amended Schedule

**IN THE UNITED STATES BANKRUPTCY
COURT FOR DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*

Debtors

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§
§
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§
§
§

Chapter 11

Case No. 24-12480 (LSS)

**SCHEDULES OF ASSETS AND LIABILITIES FOR
Vitamin Shoppe Mariner, LLC
CASE NO. 24-12523 (LSS)**

Fill in this information to identify the case and this filing:

| | |
|---------------------------------|-----------------------------|
| Debtor Name: | Vitamin Shoppe Mariner, LLC |
| United States Bankruptcy Court: | District of Delaware |
| Case Number (if known): | 24-12523 (LSS) |

Form 206G**Schedule G: Executory Contracts and Unexpired Leases**

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

Part 1:**1. Does the debtor have any executory contracts or unexpired leases?**

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

2. List all contracts and unexpired leases

| Nature of the Debtor's Interest | Expiration Date | Contract ID | Co-Debtor | Name | Address |
|--|-----------------|-------------|--------------------------|---|--|
| 2.1 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND AHN INTERNATIONAL INC DBA AMAZING HERBS | | 121800324 | <input type="checkbox"/> | AHN INTERNATIONAL INC DBA AMAZING HERBS | 2709 FAITH INDUSTRIAL DR SUITE 500 BUFORD, GA 30518 |
| 2.2 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND ALL AMERICAN PHARMACEUTICAL & NATURAL FOODS COMPANY | | 121800385 | <input type="checkbox"/> | ALL AMERICAN PHARMACEUTICAL & NATURAL FOODS COMPANY | 2376 MAIN STREET BILLINGS, MT 59105 |
| 2.3 GUIDE TO VENDOR PARTNERSHIP BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND ALLERA HEALTH PRODUCTS | | 121800397 | <input type="checkbox"/> | ALLERA HEALTH PRODUCTS | 16935 WEST BERNARDO DRIVE, SUITE 224 SAN DIEGO, CA 92127 |
| 2.4 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC | | 121800947 | <input type="checkbox"/> | BIO NUTRITION INC. | 64 ALABAMA AVE ISLAND PARK, NY 11558 |

Schedule G: Executory Contracts and Unexpired Leases**Part 1:**

| Nature of the Debtor's Interest | Expiration Date | Contract ID | Co-Debtor | Name | Address |
|--|-----------------|-------------|--------------------------|-----------------------------------|---|
| AND BIO NUTRITION INC. | | | | | |
| 2.5 MERCHANT APPLICATION BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND BMO HARRIS BANK N.A. | | 121801024 | <input type="checkbox"/> | BMO HARRIS BANK N.A. | 150 N MARTINGALE ROAD SUITE 900 SCHAUMBURG, IL 60173 |
| 2.6 MERCENT RETAIL SERVICES AGREEMENT ADDENDUM NO. 1 MODIFICATION OF SERVICES AND/OR FEES BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND COMMERCE TECHNOLOGIES, INC. | | 121801523 | <input type="checkbox"/> | COMMERCE TECHNOLOGIES, INC. | 70 N UNION ST DELAWARE, OH 43015 |
| 2.7 CJ AGENCY AUTHORIZATION AGREEMENT, DATED FEBRUARY 27, 2015, BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND COMMISSION JUNCTION, INC. | | 121801533 | <input type="checkbox"/> | COMMISSION JUNCTION, INC. | 530 EAST MONTECITO STREET SANTA BARBARA, CA 93103 |
| 2.8 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND DRINK CHIA, LLC | | 121802015 | <input type="checkbox"/> | DRINK CHIA, LLC | 1003 ORIENTA AVE. ALTAMONTE SPRINGS, FL 32701 |
| 2.9 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND EROM INC. | | 121802353 | <input type="checkbox"/> | EROM INC. | 14630 INDUSTRY GR LA MIRADA, CA 90638 |
| 2.10 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND ESSENTIA WATER LLC | | 121802365 | <input type="checkbox"/> | ESSENTIA WATER LLC | 27833 BOTHELL-EVERETT HWY SUITE 220 BOTHELL, WA 98021 |
| 2.11 PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND FOCUS NUTRITION LLC | | 121802638 | <input type="checkbox"/> | FOCUS NUTRITION LLC | 96 N 1800 W #11 LINDON, UT 84042 |
| 2.12 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND IMPACT NUTRITION LLC | | 121803506 | <input type="checkbox"/> | IMPACT NUTRITION LLC | 58 RIVER STREET SUITE 8 MILFORD, CT 06460 |
| 2.13 STAFFING SERVICES AGREEMENT, DATED MAY 27, 2014, BY AND AMONG VITAMIN SHOPPE MARINER, | | 121804040 | <input type="checkbox"/> | KOOSHAREM LLC DBA SELECT STAFFING | 16040 CHRISTENSEN ROAD SUITE 101 |

Schedule G: Executory Contracts and Unexpired Leases**Part 1:**

| Nature of the Debtor's Interest | Expiration Date | Contract ID | Co-Debtor | Name | Address |
|---|-----------------|-------------|--------------------------|---------------------------------|--|
| LLC AND KOOSHAREM LLC AND ITS SUBSIDIARIES DBA SELECT STAFFING | | | | | TUKWILA, WA 98188 |
| 2.14 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND MAVERICK BRANDS, LLC | | 121804631 | <input type="checkbox"/> | MAVERICK BRANDS, LLC | 2400 WYANDOTTE STREET SUITE B103 MOUNTAIN VIEW, CA 94043 |
| 2.15 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND NEW WHEY NUTRITION, LLC | | 121805014 | <input type="checkbox"/> | NEW WHEY NUTRITION, LLC | 5707 DOT COM COURT, SUITE 1079 OVIEDO, FL 32765 |
| 2.16 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND NULINE NUTRITIONALS, LLC | | 121805103 | <input type="checkbox"/> | NULINE NUTRITIONALS, LLC | 112 WEST 34TH, 18TH FLOOR NEW YORK, NY 10120 |
| 2.17 MERCHANT AGREEMENT, DATED JULY 1, 2019, BY AND BETWEEN VITAMIN SHOPPE INDUSTRIES LLC, VITAMIN SHOPPE MARINER, INC. AND PAYMENTECH, LLC FOR ITSELF AND ON BEHALF OF JPMORGAN CHASE BANK, N.A. | | 121805409 | <input type="checkbox"/> | PAYMENTECH, LLC | 8181 COMMUNICATIONS PKWY PLANO, TX 75024 |
| 2.18 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND PURE INVENTIONS LLC | | 121805768 | <input type="checkbox"/> | PURE INVENTIONS | 64 B GRANT STREET LITTLE SILVER, NJ 7739 |
| 2.19 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND PURE INVENTIONS LLC | | 121805770 | <input type="checkbox"/> | PURE INVENTIONS LLC | 64 B GRANT STREET LITTLE SILVER, NJ 7739 |
| 2.20 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND RANDAL OPTIMAL NUTRIENTS LLC | | 121805838 | <input type="checkbox"/> | RANDAL OPTIMAL NUTRIENTS LLC | P.O BOX 7328 SANTA ROSA, CA 95407 |
| 2.21 THE VITAMIN SHOPPE PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND RECKITT BENCKISER | | 121805867 | <input type="checkbox"/> | RECKITT BENCKISER | 399 INTERPACE PKWY PARSIPPANY, NJ 7054 |
| 2.22 PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND RISE BAR | | 121806026 | <input type="checkbox"/> | RISE BAR | 16752 MILLIKAN IRVINE, CA 92606 |

Schedule G: Executory Contracts and Unexpired Leases

Part 1:

| Nature of the Debtor's Interest | Expiration Date | Contract ID | Co-Debtor | Name | Address |
|--|-----------------|-------------|--------------------------|-----------------------|---|
| 2.23 STAFFING SERVICE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND SELECT STAFFING | | 121806242 | <input type="checkbox"/> | SELECT STAFFING | 999 NORTH PLAZA DRIVE SUITE200 SCHAUMBURG, IL 60173 |
| 2.24 PURCHASE AGREEMENT BY AND BETWEEN VITAMIN SHOPPE MARINER, LLC AND UNIVERSAL BIOSCIENCES | | 121807061 | <input type="checkbox"/> | UNIVERSAL BIOSCIENCES | 500 WALL STREET GLENDALE HEIGHTS, IL 60139 |

Total number of contracts

24

Fill in this information to identify the case and this filing:

Debtor Name: Vitamin Shoppe Mariner, LLC

United States Bankruptcy Court: DISTRICT OF DELAWARE

Case Number (if known): 24-12523 (LSS)

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

Warning -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571

Declaration and Signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form (206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☒ Amended Schedule
- ☐ Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: 4/28/2025

Signature: /s/ Eric Seeton

Eric Seeton, Chief Financial Officer
Name and Title